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FLORIDA PROFIT/NON PROFIT CORPORATION SOL CLINICAL FAMILY MEDICINE AND RESEARCH, IN

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RTICLES OF INCORPORATION

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SECRETARY OF STATE
Sol Clinical Family Medicine and Research, Inc.

ALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation shall be: Sol Clinical Family Medicine and Research, Inc. For convenience, the Corporation shall be referred to in this instrument as the "Corporation".

<u>ARTICLE II</u> PLACE OF BUSINESS

The place of business and mailing address of the Corporation shall be at: 6128 Zenith Avenue South, Edina, Minnesota 55410 or at such place later designated by the incorporators herein by filing an amendment to the Articles of Incorporation.

<u>ARTICLE III</u> PRINICIPAL OFFICE

The street address of the principal office of the Corporation shall be at: 6128 Zenith Avenue South, Edina, Minnesota 55410.

ARTICLE IV COMMON SHARES

The maximum number of shares this Corporation is authorized to issue is 100 shares, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one you for each share on all matters on which shareholders have the right to vote.

<u>ARTICLE V</u> TERM OF EXISTENCE

This Corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

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ARTICLE VI INCORPORATORS

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The name and address of the incorporator of the Corporation is:

Frank Melo, M.D.

6128 Zenith Avenue South
Edina, Minnesota 55410

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE VII OFFICERS

The operations of the Corporation shall be administered by the officers designated by the election held pursuant to the By-laws. The officers herein have been elected by the Board of Directors of the Corporation at its first meeting to create the Corporation described herein. The By-Laws shall provide for the removal from office of officers, the term and election dates of officers, the filing of vacancies, and for the duties of the officers. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President/Treasurer:

Frank Melo, M.D.

6128 Zenith Avenue South Edina, Minnesota 55410

Vice-President/Secretary:

Jessica Melo

6128 Zenith Avenue South Edina, Minnesota 53410

ARTICLE VIII BOARD OF DIRECTORS

The property, business and affairs of the Corporation shall be managed by a Board of Directors consisting of the number of Directors determined by the By-Laws, but which shall consist of not less than Two (2) directors.

ARTICLE IX INITIAL REGISTERED ACENT AND REGISTERED AGENT ADDRESS

The address of the initial registered office of the Corporation is Alexis Carticlian located at: 12631 Maribon Circle, Orlando, FL 32828.

ARTICLE X AMENDMENTS

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

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<u>ARTICLE XI</u>

The first By-Laws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

STATE OF **FLORIDA**

COUNTY OF MIAMI-DADE

IN WITNESS WHEREOF, I have bereunto set my hand and scal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this December 14. 2009.

> ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The registered agent having a physical address located in Florida, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Alefia Curtillas.

nk Melo, M.D., Incorporator

Instrument Prepared by: Rafael Fabine, Esq. Rafael Fablen, P.A. 2630 SW 28th Street Sulta 61 Miami, Florida 33173 (385)856-6700

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